

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address PHILIP A. GASTEIER (SBN 130043) JEFFREY S. KWONG (State Bar No. 288239) LEVENE, NEALE, BENDER, YOO & BRILL L.L.P. 10250 Constellation Boulevard, Suite 1700 Los Angeles, California 90067 Telephone: (310) 229-1234 Facsimile: (310) 229-1244 Email: PAG@LNBYB.COM; JSK@LNBYB.COM <input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Edward M. Wolkowitz, Chapter 7 Trustee	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION	
In re: PACIFIC THEATRES EXHIBITION CORP., et al., X Affects Pacific Theatres Exhibition Corporation only Debtor(s).	CASE NO.: 2:21-bk-15007-BB CHAPTER: 7 NOTICE OF SALE OF ESTATE PROPERTY

Sale Date: 09/15/2021	Time: 11:00 am
Location: Courtroom 1539, 255 East Temple Street, Los Angeles, California 90012	

Type of Sale: ☒ Public ☐ Private **Last date to file objections:** 09/01/2021

Description of property to be sold:
On-Sale General Eating Place License #47-458021 (the "License")

Terms and conditions of sale:
"As Is, Where Is, With All Faults" present condition, without representations or warranties of any kind or nature whatsoever whether express or implied.

See attached Exhibit 1.

Proposed sale price: \$ 90,000.00

This form is mandatory. It has been approved for use in the United States Bankruptcy Court for the Central District of California.

Overbid procedure (if any):

See attached Exhibit 1.

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:

DATE: September 15, 2021
TIME: 11:00 a.m.
PLACE: Courtroom "1539"
255 East Temple Street
Los Angeles, California 90012

Contact person for potential bidders (include name, address, telephone, fax and/or email address):

PHILIP A. GASTEIER
LEVENE, NEALE, BENDER, YOO & BRILL L.L.P.
10250 Constellation Boulevard, Suite 1700
Los Angeles, CA 90067
Telephone: (310) 229-1234
Facsimile: (310) 229-1244
E-mail: pag@lnbyb.com

Date: 08/19/2021

EXHIBIT "1"

Exhibit 1

Terms and Conditions of the Proposed Sale.

a. **Good Faith Deposit:** The Buyer shall deliver a good faith deposit in the sum of \$9,000.00 to the Trustee which deposit shall be deemed non-refundable and forfeited to the Estate as liquidated damages if the Buyer is the successful bidder and the sale does not close after the Buyer's default. The amount of any deposit paid by the Buyer (or a successful overbidder) shall be credited against the Purchase Price at the closing of escrow.

b. **Purchase Price:** The Buyer shall purchase the License Rights for the Purchase Price of \$90,000.00 (subject to overbid). The balance of the Purchase Price (taking into account any deposit delivered by the Buyer) shall be deposited with the Trustee by the Buyer within ten (10) days of the approval of the sale by the Bankruptcy Court.

c. **Payment Of Costs, Fees And Sales Or Transfer Taxes:** In addition to the Purchase Price, the Buyer shall bear and be solely responsible for the payment of any and all costs, fees, and sales or transfer taxes arising from the sale and transfer of the Liquor License, including, without limitation, escrow fees, recording fees and transfer fees.¹

d. **Sale Subject To Overbid At Auction:** The sale of the License Rights shall be subject to overbid, in accordance with the overbid procedures described below (the "Overbid Procedures"), at an auction of the License Rights (the "Auction") to be conducted by the Trustee at the time of the hearing on this Motion ("Sale Hearing"), or as otherwise directed by the Court.

e. **Closing of Escrow and Forfeiture of Deposits:** Escrow shall close upon issuance of the transferred Liquor License to the Buyer (or a successful overbidder).

Proposed Overbid Procedures.

a. **Overbid Requirements.** Any party interested in submitting an overbid for the

¹ The Trustee has retained JBK Enterprises Inc. ("JBK") as a liquor license consultant pursuant to order of the Court entered August 11, 2021 [Docket #47]. Under the terms of retention JBK shall receive from the Estate a consulting fee of \$3,500.00 per sale for assisting in the sales if a sale is completed to the Buyer or to a successful overbidder not obtained by JBK. In the event a sale is completed to an overbidder obtained by JBK, a finder's fee is to be paid to JBK by the successful bidder, and the consulting fee shall be waived.

License included in the License Rights (“Overbid”) must, not later than 48 hours before the Sale Hearing, *i.e.*, 11:00 a.m. September 13, 2021 (the “Overbid Deadline”), deliver such Overbid in writing to counsel for the Trustee (Philip A. Gasteier, Esq., Levene, Neale, Bender, Yoo & Brill L.L.P., 1025 Constellation Blvd., Suite 1700, Los Angeles, California 90067, Email: PAG@LNBYB.com, Facsimile: (310) 229-1244), in accordance with the requirements set forth below:

i. The purchase price for the License Rights in any Overbid must be in the sum of at least \$95,000.00. Any Overbid must otherwise be on the same or better terms and conditions as set forth in the Agreement.

ii. Each party submitting an Overbid must, by the Overbid Deadline: (i) deliver a deposit in the sum of \$9,500.00, in the form of a cashier’s check, to the Trustee, so that such deposit is actually received by the Overbid Deadline, and (ii) deliver to counsel for the Trustee proof of committed funds available to the bidder sufficient to enable such bidder to consummate the sale of the License Rights, which proof shall be in the form of a letter of credit, loan commitment or other form acceptable to the Trustee in the Trustee’s sole discretion. In the event that (i) the bidder fails to timely make the deposit, (ii) the bidder fails to timely provide proof of committed funds, or (iii) the Trustee determines, in his sole discretion, that the proof of funds provided to Trustee by a bidder is unacceptable, the Trustee may, at his sole discretion, disqualify such bidder from participating in the Auction. In the event that the Trustee exercises his discretion and disqualifies a bidder from participating in the Auction, the Deposit made by such bidder (if any) shall be returned to the bidder.

b. **Bidding At Auction.** If at least one qualified bidder who has submitted an Overbid appears at the Auction, the Trustee shall designate what he determines, in his reasonable judgment, to be the best and highest Overbid received for the License Rights to be the leading bid at the Auction. Thereafter, the Trustee shall solicit better and higher bids for the License Rights, in bidding increments of at least \$1,000, from the qualified bidders participating in the Auction

(including the Buyer, if it chooses to participate) until the best and highest bid for the License Rights has been determined by the Trustee. The qualified bidder who submits the second best/highest bid for the License Rights at the Auction shall be designated as the backup bidder.

c. **Backup Bidder:** In the event that the Buyer or the successful overbidder cannot timely complete the purchase of the License Rights, the Trustee shall be authorized to proceed with the sale of the License Rights to the backup bidder (if one is designated at the Auction) without further notice, hearing or order of the Court.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 10250 Constellation Boulevard, Suite 1700, Los Angeles, CA 90067.

A true and correct copy of the foregoing document entitled **NOTICE OF SALE OF ESTATE PROPERTY** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On **August 19, 2021**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- Erin N Brady erin.brady@hoganlovells.com, cindy.mitchell@hoganlovells.com;tracy.southwell@hoganlovells.com
- William S Brody wbrody@buchalter.com, dbodkin@buchalter.com;IFS_filing@buchalter.com
- Philip A Gasteier pag@lnbrb.com
- Marsha A Houston mhouston@reedsmith.com
- Brian D Huben hubenb@ballardspahr.com, carolod@ballardspahr.com
- William W Huckins whuckins@allenmatkins.com, clynch@allenmatkins.com;igold@allenmatkins.com
- Jeffrey Huron jhuron@dykema.com, ebailon@dykema.com;cacossano@dykema.com;DocketLA@dykema.com
- Jeffrey S Kwong jsk@lnbyb.com, jsk@ecf.inforruptcy.com
- Kristen N Pate ggpbk@ggp.com
- John N Tedford jtedford@DanningGill.com, danninggill@gmail.com;jtedford@ecf.inforruptcy.com
- United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov
- Edward M Wolkowitz (TR) emwtrustee@lnbyb.com, ewolkowitz@iq7technology.com;ecf.alert+Wolkowitz@titlexi.com

2. SERVED BY UNITED STATES MAIL: On **August 19, 2021**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☐ Service List served by U.S. Mail attached

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on **August 19, 2021**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

SERVED BY OVERNIGHT MAIL

The Hon. Sheri Bluebond
United States Bankruptcy Court
255 E. Temple Street, Suite 1534 / Courtroom 1539
Los Angeles, CA 90012

☐ Service List served by U.S. Mail attached

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

August 19, 2021

Lourdes Cruz

/s/ Lourdes Cruz

Date

Type Name

Signature